

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

CENGAGE LEARNING, INC., BEDFORD,  
FREEMAN & WORTH PUBLISHING GROUP, LLC  
d/b/a MACMILLAN LEARNING, MCGRAW HILL  
LLC, and PEARSON EDUCATION, INC.,

Plaintiffs,

v.

DOES 1 – 50 d/b/a cdn1.booksdl.org; jlibgen.tk;  
libgen.ee, libgen.fun, libgen.gs, libgen.is, libgen.lc,  
libgen.li, libgen.pm, libgen.rocks libgen.rs, libgen.space,  
libgen.st, libgen.su, library.lol, and llhlf.com,

Defendants.

**Civil Action No.**

**CORPORATE DISCLOSURE STATEMENT**

In accordance with Federal Rule of Civil Procedure 7.1, and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Plaintiffs Cengage Learning, Inc., Bedford, Freeman & Worth Publishing Group, LLC d/b/a Macmillan Learning, McGraw Hill LLC, and Pearson Education, Inc., by and through their undersigned counsel, hereby certify as follows:

1. Cengage Learning, Inc. is not a public company. Cengage is a subsidiary of Cengage Learning Holdco, Inc., which is a subsidiary of Cengage Learning Holdings II, Inc. (“CLH II”). KKR Credit Advisors (US) LLC owns 10% or more of the interest in CLH II. KKR Credit Advisors (US) LLC is a subsidiary of KKR & Co. Inc., which is publicly traded on the New York Stock Exchange. AP X Bright Holdings, L.P. owns 10% or more of the interest in CLH II. AP X Bright Holdings, L.P. is an entity managed

by affiliates of Apollo Global Management, Inc., which is publicly traded on the New York Stock Exchange.

2. Bedford, Freeman & Worth Publishing Group, LLC d/b/a Macmillan Learning is not a public company, and no public corporation owns 10% or more of the interest in it. Its parent company is Macmillan Holdings, LLC, which is not publicly held.
3. McGraw Hill LLC is not a public company, and no public corporation owns 10% or more of the interest in it. Its parent company is McGraw-Hill Education Inc., which is not publicly held.
4. Pearson Education, Inc. is not a public company. Pearson Education, Inc. is an indirect, wholly owned subsidiary of Pearson plc, a U.K. company, which is publicly traded on the London Stock Exchange and New York Stock Exchange. No public corporation owns 10% or more of the interest in Pearson Education, Inc.

DATED: September 14, 2023

Respectfully submitted,

/s/ Matthew J. Oppenheim

Matthew J. Oppenheim

Matthew J. Oppenheim

Kevin Lindsey (*pro hac vice application to be filed*)

OPPENHEIM + ZEBRAK, LLP

4530 Wisconsin Avenue NW, Fifth Floor

Washington, DC 20016

Tel: (202) 480-2999

Fax: (866) 766-1678

matt@oandzlaw.com

klindsey@oandzlaw.com

*Attorneys for Plaintiffs*